

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
SOUTHEASTERN DIVISION

In re:

NORANDA ALUMINUM, INC., et al.,

Debtors.

Chapter 11

Case No. 16-10083-399

(Jointly Administered)

Re: Docket No. 376

**OBJECTION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
TO SHERWIN ALUMINA COMPANY, LLC'S MOTION FOR LEAVE TO PURSUE
WITHDRAWAL OF REFERENCE AND TRANSFER OF VENUE
AND JOINDER IN THE DEBTORS' OBJECTION**

The Official Committee of Unsecured Creditors (the "**Committee**") of Noranda Aluminum, Inc., *et al.* (the "**Debtors**"), by and through its undersigned proposed counsel, as its (i) objection ("**Objection**") to *Sherwin Alumina Company, LLC's Motion for Leave to Pursue Withdrawal of Reference and Transfer of Venue* [D.I. 376] (the "**Motion for Leave**"); and (ii) joinder in the Debtors' Objection to the Motion for Leave [D.I. 562] (the "**Debtors' Objection**"), respectfully states as follows:

PRELIMINARY STATEMENT

1. Sherwin filed the Motion for Leave, seeking to transfer the Rejection Motion to the Texas Bankruptcy Court, under the guise of "promot[ing] uniformity in the administration of the dueling bankruptcies." The Motion for Leave, however, is procedurally defective, substantively deficient, and a desperate attempt to obtain home court advantage in the ongoing dispute between Noranda Bauxite Limited ("**NBL**") and Sherwin related to NBL's proposed rejection of a contract pursuant to which NBL sells bauxite to Sherwin at rates that are extremely favorable to Sherwin and extremely prejudicial to NBL and the Debtors.

2. First, the Motion for Leave should be denied because it is untimely and procedurally deficient.

3. Second, the Motion for Leave should be denied because there is no authority under 28 U.S.C. § 157(d) or 28 U.S.C. § 1412 for withdrawal of the reference and transfer of venue with respect to a motion (or part of a motion, as in this case). Instead, relief is limited to cases and proceedings, not contested matters, such as motions.

4. Third, even if the reference of the Rejection Motion could be withdrawn and venue transferred, the reference should not be withdrawn and venue should not be transferred under the circumstances, because Sherwin cannot demonstrate cause. The Rejection Motion is a core matter that is properly venued in this Court and it involves solely bankruptcy law issues. It will be handled in this Court with judicial economy and will result in the uniform administration of bankruptcy law. Finally, keeping the Rejection Motion in this Court will prevent forum shopping.

5. The Motion for Leave should therefore be denied.

BACKGROUND

6. On February 8, 2016 (the “**Petition Date**”), each Debtor filed a voluntary petition (the “**Chapter 11 Cases**”) for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101, *et seq.* (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the Eastern District of Missouri, Southeastern Division (the “**Missouri Bankruptcy Court**”). The Chapter 11 Cases are being jointly administered for procedural purposes only.

7. Since the Petition Date, the Debtors have continued to operate their businesses and manage their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in the Chapter 11 Cases.

8. On February 19, 2016, the Office of the United States Trustee appointed the Committee pursuant to section 1102(a)(1) of the Bankruptcy Code [D.I. 183].

The Sherwin Contract

9. On the Petition Date, the Debtors filed, among other pleadings, the *Debtors' Motion to Reject Lease or Executory Contract Nunc Pro Tunc to the Petition Date Pursuant to Sections 105(a) and 365 of the Bankruptcy Code and Bankruptcy Rule 6004* [D.I. 52] (the "**Rejection Motion**").

10. Through the Rejection Motion, the Debtors requested authority to reject various executory contracts including a Bauxite Sales Agreement (the "**Bauxite Agreement**") between Debtor Noranda Bauxite Ltd. ("**NBL**") and Sherwin Alumina Company, LLC. ("**Sherwin**").

11. Sherwin is also a chapter 11 debtor and debtor-in-possession pursuant to a voluntary chapter 11 proceeding Sherwin commenced on January 11, 2016 in the United States Bankruptcy Court for the Southern District of Texas, Corpus Christi Division (the "**Texas Bankruptcy Court**"). *See In re Sherwin Alumina Company, LLC*, Case No. 16-20012 (Bankr. S.D. Tex).

12. On March 7, 2016, Sherwin filed the Motion for Leave with the Missouri Bankruptcy Court. On the same day, Sherwin filed a Motion to Withdraw Reference and for Transfer of Venue (the "**Venue Transfer Motion**") with the District Court for the Eastern District of Missouri. *In re Noranda Aluminum, Inc.*, No. 1:16-CV-00042-SNLJ [D.I. 1] (E.D. Mo. 2016).

13. Through the Motion for Leave, Sherwin seeks leave from the Missouri Bankruptcy Court to seek an order of the District Court for the Eastern District of Missouri,

Southeastern Division (the “**District Court**”), (i) withdrawing the District Court’s reference of only that portion of the Rejection Motion addressing rejection of the Bauxite Agreement to the Missouri Bankruptcy Court, and (ii) transferring venue to the District Court for the Southern District of Texas, Corpus Christi Division, for reference to the Texas Bankruptcy Court for adjudication of the Rejection Motion only as it relates to the Bauxite Agreement.

JOINDER AND OBJECTION

14. As a preliminary matter, and in addition to its objections set forth below, the Committee joins and incorporates, as if set forth at length herein, the arguments set forth in the Debtors’ Objection. While the Committee will not repeat the ample legal and factual bases for the denial of the Venue Transfer Motion set forth in the Debtors’ Objection, the Committee makes the following points.

15. The Motion for Leave and the Venue Transfer Motion should be denied as untimely and procedurally improper. The Debtors filed the Rejection Motion on February 8, 2016. Per Local Bankruptcy Rule 5011, unless leave of the Bankruptcy Court is sought and granted, any motion to withdraw the reference must be filed within seven (7) days of the filing of the related proceeding or response. Here, Sherwin filed the Motion for Leave in this Court and the Venue Transfer Motion in the District Court on March 7, 2016, approximately one month after the Rejection Motion was filed. Sherwin failed to obtain leave of the Bankruptcy Court in advance of filing the Venue Transfer Motion. Therefore, the Motion for Leave and the Venue Transfer Motion should be denied as untimely and procedurally improper.

16. Second, the Motion for Leave should be denied because no authority exists pursuant to which the reference may be withdrawn and venue transferred with respect to a single motion, let alone a portion of a motion, as opposed to a case or proceeding. Because the

relief requested in the Venue Transfer Motion cannot be granted, leave should not be granted for Sherwin to pursue unobtainable relief.

17. Specifically, Sherwin has requested relief pursuant to 28 U.S.C. § 1412, seeking the transfer of venue and 28 U.S.C. § 157(d), seeking withdrawal of the reference. Pursuant to 28 U.S.C. § 1412, “[a] district court may transfer a case or proceeding under title 11 to a district court for another district, in the interest of justice or for the convenience of the parties” (emphasis added). Pursuant to 28 U.S.C. § 157(d):

The district court may withdraw, in whole or in part, any case or proceeding referred under this section, on its own motion or on timely motion of any party, for cause shown. The district court shall, on timely motion of a party, so withdraw a proceeding if the court determines that resolution of the proceeding requires consideration of both title 11 and other laws of the United States regulating organizations or activities affecting interstate commerce (emphasis added).

18. While a district court may withdraw the reference as to “any case or proceeding,” the statute does not contemplate withdrawal of the reference as to a contested matter, such as a motion (or a part of a motion, as in this case). 28 U.S.C. § 157(d). Moreover, while a district court may transfer venue of “a case or proceeding” to a district court for another district, once again, it does not contemplate transfer of venue of a motion (or part of a motion). 28 U.S.C. § 1412. Because the reference cannot be withdrawn and venue cannot be transferred as to a motion, the Motion for Leave should be denied. *See e.g. Energy Future Holdings Corp., et. al.*, (Bankr. Del., Case No. 14-10979, Transcript October 15, 2015, p. 99, relevant pages attached hereto as Exhibit “A”):

I don’t have the authority to transfer a contested matter. If you trace through the rules, and if you trace through the statute, I can transfer a bankruptcy case, I can transfer an adversary proceeding, I could transfer a contested matter, I believe, to another division, if we had another division in Delaware, which of course, we don’t. But what I can’t do is transfer a contested matter to another

district . . . I simply don't have that authority . . . so I'm going to deny that motion.

See also In re Terra Villa Apts., Ltd., 101 B.R. 755, 757 (Bankr. N.D. Fla. 1989) (“However, [the movant] has not provided, nor does there appear to be a basis in law for changing the venue of a motion.”).

19. Even assuming 28 U.S.C. § 157(d) relates to motions, which it does not, the Motion for Leave should still be denied because the relief in the Venue Transfer Motion is unobtainable. Pursuant to 28 U.S.C. § 157(d), the district court may withdraw the reference where it “determines that resolution of the proceeding requires consideration of both title 11 and other laws of the United States regulating organizations or activities affecting interstate commerce.” Here, the Rejection Motion solely relates to bankruptcy law and not “other laws of the United States regulating organizations or activities affecting interstate commerce.” Therefore, withdrawal of the reference is not appropriate.

20. In addition, the Motion for Leave should be denied because Sherwin cannot demonstrate cause justifying the relief requested in the Venue Transfer Motion. The Eastern District of Missouri has considered the following factors when determining cause: “(1) whether the claim is core or non-core; (2) whether the claim is legal or equitable; (3) judicial economy; (4) uniformity in the administration of bankruptcy law; (5) prevention of forum shopping; and (6) the presence of a jury demand.” *In re Samir Pilipovic*, 2015 WL 7273325 (E.D. Mo. November 18, 2015) (citing *Holmes v. Grubman*, 315 F.Supp. 2d 1376, 1381 (M.D. Ga. 2004)).

21. All of these factors balance in the Debtors' favor. The Rejection Motion seeks relief under section 365 of the Bankruptcy Code and is, therefore, a core matter pursuant to 28 U.S.C. § 157(b)(2)(A), (B), and (O) over which this Court has exclusive jurisdiction. The Claim is legal, not equitable, in that section 365 of the Bankruptcy Code controls. Judicial

economy dictates that the Rejection Motion be heard in the Missouri Bankruptcy Court, as the matter not only directly impacts NBL, but its affiliated Debtors and the bankruptcy case as a whole. The Missouri Bankruptcy Court's application of Section 365 of the Bankruptcy Code will demonstrate uniformity in the administration of bankruptcy law. Finally, keeping the Rejection Motion in the Missouri Bankruptcy Court will prevent forum shopping. For all of these reasons, Sherwin cannot demonstrate cause justifying approval of the Motion for Leave or the Venue Transfer Motion.

22. Finally, if the Motion for Leave is approved, a default will likely be triggered under the Debtors' DIP financing facilities, causing irreparable harm to the Debtors and its creditors. Specifically, a default will likely be triggered if an order approving the Rejection Motion is not entered, or a settlement with Sherwin is not approved, by April 8, 2016.

23. For the reasons set forth above, the Motion for Leave should be denied and, in light of the overwhelming evidence already submitted by the Debtors, the Rejection Motion should be granted as well.

RESERVATION OF RIGHTS

24. The Committee expressly reserves its rights to supplement this Objection and joinder at any time prior to the hearing on the Motion for Leave and to raise additional or further arguments that it subsequently discovers based on the parties' future submissions and results of its on-going analysis of the Motion for Leave and Rejection Motion and other issues pertinent to the Debtors chapter 11 cases.

CONCLUSION

For the foregoing reasons, the Committee respectfully requests that the Court deny the Motion for Leave, enter an order approving the Rejection Motion, and grant the Committee such other and further relief as the Court deems just and appropriate.

Dated: March 29, 2016

Respectfully Submitted,

LOWENSTEIN SANDLER LLP

Kenneth A. Rosen, Esq.
Sharon L. Levine, Esq.
Jeffrey D. Prol, Esq.
S. Jason Teele, Esq.
65 Livingston Avenue
Roseland, NJ 07068
Telephone: (973)-597-2500

-and-

Bruce S. Nathan, Esq.
David M. Banker, Esq.
1251 Avenue of the Americas
New York, NY 10020
Telephone: (212) 262-6700

Proposed Counsel to the Committee

-and-

SPENCER FANE LLP

/s/ Lisa A. Epps

Lisa A. Epps, Esq., 48554MO
1000 Walnut Street
Suite 1400
Kansas City, MO 64106
Telephone: (816) 474-8100
Facsimile: (816) 474-3216
lepps@spencerfane.com

- and-

Sherry K. Dreisewerd, Esq., 47908MO
Eric C. Peterson, Esq., 62429MO
Ryan C. Hardy, Esq., 62926MO
1 N. Brentwood Boulevard
Suite 1000
St. Louis, MO 63105
Telephone: (314) 863-7733
Facsimile: (314) 862-4656
sdreisewerd@spencerfane.com
epeterson@spencerfane.com
rhardy@spencerfane.com

Proposed Local Counsel to the Committee

CERTIFICATE OF SERVICE

I certify that on this 29th day of March, 2016, the foregoing was served as set forth on Exhibit B, attached hereto.

/s/ Lisa A. Epps

Exhibit B

Core/2002 Service List
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel for Century Aluminum Company	Affinity Law Group, LLC	Attn: J. Talbot Sant, Jr., Ira M. Potter, & Mark R. Sanders 1610 Des Peres Road Suite 100 St. Louis MO 63131	tsant@affinitylawgrp.com ipotter@affinitylawgrp.com msanders@affinitylawgrp.com	Email
Debtors' Restructuring Advisors	Alvarez & Marsal Holdings, LLC	Attn: Charles Moore & Holden Bixler 1000 Town Center Suite 750 Southfield MI 48075	cmoore@alvarezandmarsal.com hbixler@alvarezandmarsal.com rnovak@alvarezandmarsal.com	Email
Counsel for Union Electric Company d/b/a Ameren Missouri	Armstrong Teasdale, LLP	Attn: Susan K. Ehlers, Steven N. Cousins, & Andrew S. Zimmerman 7700 Forsyth Blvd. Suite 1800 St. Louis MO 63105	sehlers@armstrongteasdale.com scousins@armstrongteasdale.com azimmerman@armstrongteasdale.com	Email
ABL Agent	Bank of America N.A.	Attn: Portfolio Manager 300 Galleria Parkway Suite 800 Atlanta GA 30339		First Class Mail
Counsel to New Madrid County	Bradshaw, Steele, Cochrane & Berens	Attn: Paul Berens 3113 Independence PO Box 1300 Cape Girardeau MO 63702-1300	paulb@bradshawsteele.com	Email
Counsel for Certain Workers' Compensation Claims	Burns, Taylor, Heckemeyer, Green & Edwards, LLC	Attn: D. Matthew Edwards 733 N. Main St. PO Box 67 Sikeston MO 63801	medwards@bthgelaw.com	Email
Counsel to Debtors	Carmody MacDonald P.C.	Attn: Christopher J. Lawhorn, Angela L. Drumm & Colin M. Luoma 120 S. Central Ave. Suite 1800 St. Louis MO 63105	cjl@carmodymacdonald.com ald@carmodymacdonald.com cml@carmodymacdonald.com	Email
Counsel for Associated Electric Cooperative, Inc.	Carnahan, Evans, Cantwell, & Brown, P.C.	Attn: Christiaan D. Horton, Esq. 2805 S. Ingram Mill Road PO Box 10009 Springfield MO 65808	chorton@cecb.com	Email
Counsel for Progressive Roofing	Coats Rose	Attn: E.P. Keiffer 325 North St. Paul Street Suite 4150 Dallas TX 75201	pkeiffer@coatsrose.com	Email
Term Loan Agent	Cortland Capital Market Services, LLC	Attn: Ryan Morick and Legal Department 225 W. Washington St. 21st Floor Chicago IL 60606	ryan.morick@cortlandglobal.com legal@cortlandglobal.com	Email
Counsel for Gregory Construction, Inc.	Danna McKittrick, P.C.	Attn: A. Thomas DeWoskin & David C. Crane 7701 Forsyth Blvd. Suite 800 St. Louis MO 63105-3907	tdewoskin@dmfirm.com dcrane@dmfirm.com	Email
Counsel for Delaware Trust Company as successor Indenture Trustee	Delaware Trust Company	Attn: Michelle A. Dreyer, Assistant Treasurer 2711 Centerville Road Wilmington DE 19808	mdreyer@delawaretrust.com	Email

Core/2002 Service List
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel for Donjon Marine Co., Inc.	Desai Eggmann Mason, LLC	Attn: Robert E. Eggmann, Esq. 7733 Forsyth Boulevard Suite 800 St. Louis MO 63105	reggmann@demlawllc.com	Email
Counsel for Koppers, Inc.	Desai Eggmann Mason, LLC	Attn: Thomas H. Riske, Esq. 7733 Forsyth Boulevard Suite 800 St. Louis MO 63105	triske@demlawllc.com	Email
Counsel for WorleyParsons Services Pty., Ltd.	Gray Reed & McGraw, P.C.	Attn: Jason S. Brookner & Lydia R. Webb 1601 Elm Street Suite 4600 Dallas TX 75201	jbrookner@grayreed.com lwebb@grayreed.com	Email
Counsel for Sherwin Alumina Company, LLC and Sherwin Pipeline, Inc.	Gray, Ritter, Graham, PC	Attn: Morry S. Cole 701 Market Street, Suite 800 St. Louis MO 63101	mcole@grgpc.com	Email
Counsel for the United Steelworkers of America, AFL-CIO-CLC	Hammond and Shinnars, P.C.	Attn: Janine M. Martin & Emily R. Perez-Estepp 7730 Carondelet Suite 200 St. Louis MO 63105	jmartin@hammondshinnars.com eperez@hammondshinnars.com	Email
Counsel for Associated Terminals, LLC	Hepler Broom, LLC	Attn: Steven M. Wallace 130 North Main Street Edwardsville IL 62025	steven.wallace@heplerbroom.com	Email
Counsel for Liberty Utilities (Midstates Natural Gas)	Husch Blackwell, LLP	Attn: Mark T. Benedict, Esq. 4801 Main Street Suite 1000 Kansas City MO 64112	mark.benedict@huschblackwell.com	Email
IRS	Internal Revenue Service	Attn: Centralized Insolvency Operation 2970 Market St. Philadelphia PA 19104-5016		First Class Mail
IRS	Internal Revenue Service	Attn: Centralized Insolvency Operation PO Box 7346 Philadelphia PA 19101-7346		First Class Mail
Jamaica Bauxite Mining Limited	Jamaica Bauxite Mining Limited	Attn: Managing Director 36 Trafalgar Road Kingston 10 Jamaica		First Class Mail
Counsel to Term Loan DIP Agent and Pre-Petition Term Agent	Kaye Scholer, LLP	Attn: Michael D. Messersmith 70 W. Madison Street Suite 4200 Chicago IL 60614	michael.messersmith@kayescholer.com	Email
Counsel for Delaware Trust Company as successor Indenture Trustee	Kelley Drye & Warren, LLP	Attn: David E. Retter, Esq., Pamela Bruzzese-Szczygiel, Esq., & Kristin S. Elliott, Esq. 101 Park Avenue New York NY 10178	KDWBankruptcyDepartment@KelleyDrye.com dretter@kelleydrye.com pbruzzese-szczygiel@kelleydrye.com kelliott@kelleydrye.com	Email
Counsel for Celtic Marine Corporation	King, Krebs & Jurgens, PLLC	Attn: Jeffrey M. Burmaster 201 St. Charles Avenue 45th Floor New Orleans LA 70170	jbmaster@kingkreb.com	Email
Counsel for Sherwin Alumina Company, LLC and Sherwin Pipeline, Inc.	Kirkland & Ellis LLP	Attn: James H.M. Sprayregen, P.C. & Gregory F. Pesce 300 North LaSalle Chicago IL 60654	james.sprayregen@kirkland.com gregory.pesce@kirkland.com	Email

Core/2002 Service List
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel for Sherwin Alumina Company, LLC and Sherwin Pipeline, Inc.	Kirkland & Ellis LLP	Attn: Joshua A. Sussberg, P.C., Joseph Serino, Jr., P.C., & Shireen Barday 601 Lexington Avenue New York NY 10022	joshua.sussberg@kirkland.com joseph.serino@kirkland.com shireen.barday@kirkland.com	Email
Counsel for NXT Capital, LLC	Kutak Rock, LLP	Attn: Michael E. Brown Two Pershing Square 2300 Main Street, Suite 800 Kansas City MO 64108	mike.brown@kutakrock.com	Email
Counsel for St. James Parish School Board	Landwehr Law Firm	Attn: Darryl T. Landwehr 1010 Common Street Suite 1710 New Orleans LA 70112	dtlandwehr@cox.net	Email
Counsel for Hotchkis and Wiley Capital Management, LLC, Credit Suisse Asset Management, and Guggenheim Partners Investment Management, LLC	Lashly & Baer, P.C.	Attn: Daniel D. Doyle & Sonette T. Magnus 714 Locust Street St. Louis MO 63101	ddoyle@lashlybaer.com smagnus@lashlybaer.com	Email
Counsel to ABL Agent	Lewis Rice, LLC	Attn: Larry E. Parres & John J. Hall 600 Washington Ave. Suite 2500 St. Louis MO 63101	lparres@lewisrice.com jhall@lewisrice.com	Email
Counsel for Entergy Arkansas, Inc.	Locke Lord, LLP	Attn: Alan H. Katz 200 Vesey Street 20th Floor New York NY 10281	akatz@lockelord.com	Email
Counsel for the Official Committee of Unsecured Creditors	Lowenstein Sandler, LLP	Attn: Bruce S. Nathan, Esq. & David M. Banker, Esq. 1251 Avenue of the Americas New York NY 10020	dbanker@lowenstein.com bnathan@lowenstein.com	Email
Counsel for the Official Committee of Unsecured Creditors	Lowenstein Sandler, LLP	Attn: Kenneth A. Rosen, Esq., Sharon L. Levine, Esq., Jeffrey D. Prol, Esq., & Nicholas B. Vislocky, Esq. 65 Livingston Avenue Roseland NJ 07068	krosen@lowenstein.com slevine@lowenstein.com jprol@lowenstein.com nvislocky@lowenstein.com	Email
Counsel for Atmos Energy Marketing	Marshall Law	Attn: Joe E. Marshall, Esq. 5001 Spring Valley Road Ste. 400 East Dallas TX 75244-3910	jmarshall@marshalllaw.net	Email
Counsel for Occidental Chemical Corporation	McCarter & English, LLP	Attn: Katharine L. Mayer Renaissance Centre 405 N. King Street, 8th Floor Wilmington DE 19801	kmayer@mccarter.com	Email
Ministry of Development	Ministry of Development	Attn: Permanent Secretary Jamaica House 1 Devon Road Kingston 10 Jamaica		First Class Mail
Ministry of Finance and Planning	Ministry of Finance and Planning	Attn: Financial Secretary 30 National Heroes Circle Kingston 4 Jamaica		First Class Mail
Counsel for the Missouri Department of Revenue	Missouri Department of Revenue, Bankruptcy Unit	Attn: Jeffrey W. Hunt 301 W. High Street, Room 670 PO Box 475 Jefferson City MO 65105-0475		First Class Mail

Core/2002 Service List
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel for MFA Oil Company	Newman, Comley & Ruth, P.C.	Attn: Alicia Embley Turner PO Box 537 Jefferson City MO 65102-0537	turnera@ncrpc.com	Email
Office of the Prime Minister	Office of the Prime Minister	Attn: Cabinet Secretary Jamaica House Hope Road Kingston 10 Jamaica		First Class Mail
Counsel to ABL Agent	Parker, Hudson, Rainer & Dobbs, LLP	Attn: C. Edward Dobbs , Eric W. Anderson & Rufus T. Dorsey, IV 303 Peachtree St. N.E. Suite 3600 Atlanta GA 30308	ewa@phrd.com rtd@phrd.com ced@phrd.com	Email
Counsel to Debtors	Paul Weiss Rifkind Wharton & Garrison, LLP	Attn: Elizabeth McColm & Alexander Woolverton 1285 Avenue of the Americas New York NY 10019-6064	akornberg@paulweiss.com emccolm@paulweiss.com awoolverton@paulweiss.com mturkel@paulweiss.com sharnett@paulweiss.com	Email
Counsel for Cytec Industries, Inc.	Porzio, Bromberg & Newman, P.C.	Attn: Robert M. Schechter 100 Southgate Parkway PO Box 1997 Morristown NJ 07962-1997	rmschechter@pbnlaw.com	Email
Counsel for Glunt Industries, Inc.	Reinhart Boerner Van Deuren, S.C.	Attn: Michael D. Jankowski, Esq. 1000 North Water Street Suite 1700 Milwaukee WI 53202	mjankowski@reinhardtlaw.com	Email
Counsel for Artisan Contracting, LLC	Rice, Spaeth, Summers & Heisserer	Attn: Kevin B. Spaeth 160 South Broadview, 4th Fl. PO Box 1568 Cape Girardeau MO 63702-1568	kspaeth@capelawfirm.com	Email
Counsel for Kostmayer Construction, LLC	Richard W. Martinez, APLC	Attn: Richard W. Martinez 228 St. Charles Ave. Suite 1311 New Orleans LA 70130	richard@rwmapl.com	Email
Securities and Exchange Commission - Headquarters	Securities & Exchange Commission	Attn: Christopher Cox Secretary of the Treasury 100 F Street N.E. Washington DC 20549	secbankruptcy@sec.gov	Email
Securities and Exchange Commission - Regional Office	Securities & Exchange Commission - Chicago Office	Attn: David A. Glockner, Bankruptcy Dept. 175 W. Jackson Boulevard Suite 900 Chicago IL 60604	chicago@sec.gov secbankruptcy@sec.gov	Email
Securities and Exchange Commission - Regional Office	Securities & Exchange Commission - NY Office	Attn: Andrew S. Calamari, Bankruptcy Dept. Brookfield Place 200 Vesey Street, Ste. 400 New York NY 10281-1022	bankruptcynoticeshr@sec.gov NYROBankruptcy@SEC.GOV	Email
Counsel for Rain CII Carbon LLC and Ruetgers Group	Sher Garner Cahill Richter Klein & Hilbert, LLC	Attn: James M. Garner, Neal J. Kling, Thomas J. Madigan, II and Joshua P. Clayton 909 Poydras Street 28th Floor New Orleans LA 70112-1033	jgarner@shergarner.com nkling@shergarner.com tmadigan@shergarner.com jclayton@shergarner.com	Email

Core/2002 Service List
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel for the Official Committee of Unsecured Creditors	Spencer Fane, LLP	Attn: Scott J. Goldstein & Lisa A. Epps 1000 Walnut Suite 1400 Kansas City MO 64106-2140	sgoldstein@spencerfane.com lepps@spencerfane.com	Email
Counsel for the Official Committee of Unsecured Creditors	Spencer Fane, LLP	Attn: Sherry K. Dreisewerd & Eric C. Peterson 1 North Brentwood Suite 1000 St. Louis MO 63105	sdreisewerd@spencerfane.com epeterson@spencerfane.com	Email
Counsel for the Missouri Department of Natural Resources	State of Missouri Attorney General	Attn: Michael D. Morris, Assistant Attorney General PO Box 899 Jefferson City MO 65102	Michael.Morris@ago.mo.gov	Email
Counsel for Setpoint Integrated Solutions	Steffes, Vingiello & McKenzie, LLC	Attn: Noel Steffes Melancon 13702 Coursey Boulevard Building 3 Baton Rouge LA 70817	nmelancon@steffeslaw.com	Email
Counsel for Occidental Chemical Corporation	Stone, Leyton & Gershman, P.C.	Attn: E. Rebecca Case, Howard S. Smotkin, Janice R. Valdez 7733 Forsyth Boulevard Suite 500 St. Louis MO 63105	erc@stoneleyton.com rcase@stoneleyton.com hss@stoneleyton.com hsmotkin@stoneleyton.com jrv@stoneleyton.com jvaldez@stoneleyton.com	Email
Counsel for Progressive Roofing, Max Trans Logistics, LLC	Summers Compton Wells, LLC	Attn: David A. Sosne & Brian J. LaFlamme 8909 Ladue Road St. Louis MO 63124	dasattymo@summerscomptonwells.com blaflamme@summerscomptonwells.com	Email
Counsel for Tennessee Dept. of Revenue	Tennessee Attorney General's Office	Attn: Marvin E. Clements, Jr. Bankruptcy Division PO Box 20207 Nashville TN 37202-0207	marvin.clements@ag.tn.gov	Email
The Accounting General	The Accounting General	Attn: Legal Public Buildings West 13 King Street Kingston Jamaica		First Class Mail
Counsel for Artisan Contracting, LLC, & DMI Contractors, Inc.	The Limbaugh Firm	Attn: J. Michael Payne 407 N. Kings Highway, #400 PO Box 1150 Cape Girardeau MO 63702-1150	mpayne@limbaughlaw.com	Email
Counsel for Cortland Capital Market Services LLC, pre-petition Term Lenders and post-petition Term DIP facility	Thompson Coburn, LLP	Attn: Mark V. Bossi & David A. Warfield One US Bank Plaza St. Louis MO 63101	mbossi@thompsoncoburn.com dwarfield@thompsoncoburn.com	Email
Indenture Trustee for Senior Notes	U.S. Bank National Association	Attn: K. Wendy Kumar U.S. Bank Global Corporate Trust Services 100 Wall Street, Suite 1600 New York NY 10005	Wendy.kumar@usbank.com	Email
United States Attorney's Office for the Eastern District of Missouri	United States Attorney's Office for the Eastern District of Missouri	Attn: Richard Callahan, US Attorney Thomas Eagleton U.S. Courthouse 111 S. 10th St 20th Floor St. Louis MO 63102		First Class Mail
United States Department of Labor	United States Department of Labor	Attn: Thomas E. Perez, Secretary of Labor 200 Constitution Avenue N.W. Washington DC 20210	webmaster@dol.gov	Email

Core/2002 Service List
Served as set forth below

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
United States Trustee Eastern District of Missouri	United States Trustee Eastern District of Missouri	Attn: Leonora S. Long & Paul A. Randolph 111 S. 10th St. Ste. 6353 St. Louis MO 63102	leonora.long@usdoj.gov paul.a.randolph@usdoj.gov	Email
Counsel to Term Loan DIP Lenders	Weil, Gotshal & Manges, LLP	Attn: Matt Barr & Robert J. Lemons 767 Fifth Avenue New York NY 10153	matt.barr@weil.com robert.lemons@weil.com	Email
Counsel for Sherwin Alumina Company, LLC and Sherwin Pipeline, Inc.	Wolcott Rivers Gates	Attn: Cullen D. Speckhart Esq. 200 Bendix Road, Suite 300 Virginia Beach VA 23452	cspeckhart@wolriv.com	Email